

**ENTERED**September 12, 2023  
Nathan Ochsner, ClerkIN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

In re:	§	Chapter 11
CORE SCIENTIFIC, INC., <i>et al.</i> ,	§	Case No. 22-90341 (DRJ)
Debtors. <sup>1</sup>	§	(Jointly Administered)
	§	(Docket No. 1143)

**ORDER GRANTING THE SECOND INTERIM FEE APPLICATION OF  
PJT PARTNERS LP, INVESTMENT BANKER TO THE DEBTORS, FOR  
THE FEE PERIOD FROM APRIL 1, 2023 THROUGH JUNE 30, 2023**

The Court has considered the *Second Interim Fee Application of PJT Partners LP, Investment Banker to the Debtors, for the Fee Period from April 1, 2023 through June 30, 2023* (the “**Second Interim Application**”), filed by PJT Partners LP (“**PJT**”). The Court orders:

1. PJT is allowed interim compensation and reimbursement of expenses in the amount of \$603,981.08 for the period set forth in the Second Interim Fee Application.
2. The Debtors are authorized to disburse any unpaid amounts allowed by paragraph 1 of this Order.

Signed: September 11, 2023.



DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (6074); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors' corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

United States Bankruptcy Court  
Southern District of TexasIn re:  
Core Scientific, Inc.  
Official Committee of Unsecured Creditor  
DebtorsCase No. 22-90341-drj  
Chapter 11District/off: 0541-4  
Date Rcvd: Sep 12, 2023User: ADIuser  
Form ID: pdf002Page 1 of 8  
Total Noticed: 41

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
^	Addresses marked '^' were sent via mandatory electronic bankruptcy noticing pursuant to Fed. R. Bank. P. 9036.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Sep 14, 2023:

Recip ID	Recipient Name and Address
db	+ American Property Acquisition, LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ American Property Acquisitions I, LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ American Property Acquisitions VII, LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific Acquired Mining LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific Mining LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific Operating Company, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific Specialty Mining (Oklahoma) LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific, Inc., 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ RADAR LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Radar Relay, Inc., 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Starboard Capital LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
trnsfee	+ B. Riley Securities, Inc., 11100 Santa Monica Blvd., Suite 800, Los Angeles, CA 90025-3979
intp	+ Board of Directors of Core Scientific, Inc., c/o Peter C. Lewis, Scheef & Stone, L.P., 500 North Akard Street, Suite 2700, Dallas, TX 75201-3306
intp	+ Condair Inc., c/o John S. Collins, Vorys, Sater, Seymour and Pease LLP, 909 Fannin, Suite 2700, Houston, TX 77010-1009
cr	+ Dalton Utilities, Howley Law PLLC, 711 Louisiana Street, Ste. 1850, Houston, TX 77002-2790
cr	+ Indigo Direct Lending, LLC, c/o Ross, Smith & Binford, PC, Attn: Frances A. Smith, 700 N. Pearl Street, Suite 1610 Dallas, TX 75201-7459
cr	+ J.W. Didado Electric, LLC, c/o Leonard I. Pataki, Quanta Services, 4500 S. Garnett Road, Suite 100, Tulsa, OK 74146-5221
cr	+ LV.NET, LLC, 1221 S. Casino Center Blvd., Las Vegas, NV 89104, UNITED STATES 89104-1015
cr	+ Maddox Industrial Transformer, LLC, c/o Mary M. Caskey, Esq., Haynsworth Sinkler Boyd, PA, PO Box 11889, Columbia, SC 29211-1889
intp	+ McCarthy Building Companies, Inc., c/o Watt, Tieder, Hoffar & Fitzgerald, L, 1765 Greensboro Station Place, Suite 1000, McLean, VA 22102-3468
cr	+ North Mill Equipment Finance LLC, c/o Padfield & Stout, LLP, Christopher V. Arisco, 420 Throckmorton Street, Suite 1210, Fort Worth, TX 76102-3792
cr	+ Pescadero Capital, LLC, Building LAW/JB, 700 Universe Blvd, Juno Beach, FL 33408, UNITED STATES 33408-2657
cr	+ Quinn Emanuel Urquhart & Sullivan, LLP, c/o Asher Griffin, 300 W 6th Street, Suite 2010, Austin, TX 78701 UNITED STATES 78701-3901
cr	+ Tanmar Rentals, LLC, c/o Wells & Cuellar, P.C., 440 Louisiana Suite 718, Houston, TX 77002, UNITED STATES 77002-1058
cr	+ Tenaska Power Services Co., c/o Ross & Smith, P.C., Attn: Jason Binford, 2003 N. Lamar Blvd., Suite 100 Austin, TX 78705-4932
intp	+ U.S. Bank National Association, as Prepetition Not, c/o Shipman & Goodwin LLP, One Constitution Plaza, Hartford, CT 06103-1803
cr	+ c/o James Bailey Esq Gaylor Electric, Inc., d/b/a, Bradley Arant Boult Cummings LLP, One Federal Place, 1819 5th Ave. N, Birmingham, AL 35203-2119

TOTAL: 27

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
cr	+ Email/Text: ahochheiser@mauricewutscher.com	Sep 12 2023 20:05:00	AmTrust North America, Inc. on behalf of Associate, c/o Maurice Wutscher LLP, 23611 Chagrin Blvd. Suite 207, Beachwood, OH 44122-5540
cr	+ Email/Text: beanland@mssattorneys.com	Sep 12 2023 20:05:00	BEAM Concrete Construction, Inc., c/o Misti L. Beanland, 8131 LBJ Freeway, Suite 700, Dallas,

District/off: 0541-4

Date Rcvd: Sep 12, 2023

User: ADIuser

Form ID: pdf002

Page 2 of 8

Total Noticed: 41

			TX 75251-1352
cr	+ Email/Text: dallas.bankruptcy@LGBS.com	Sep 12 2023 20:05:00	Dallas County, Linebarger Goggan Blair & Sampson, LLP, c/o John K. Turner, 2777 N. Stemmons Freeway, Suite 1000, Dallas, TX 75207-2328
cr	^ MEBN	Sep 12 2023 20:02:39	GEM Mining 1, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	^ MEBN	Sep 12 2023 20:02:38	GEM Mining 2, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	^ MEBN	Sep 12 2023 20:02:37	GEM Mining 2B, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	^ MEBN	Sep 12 2023 20:02:37	GEM Mining 3, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	^ MEBN	Sep 12 2023 20:02:36	GEM Mining 4, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	+ Email/Text: rmcdowell@slgcollect.com	Sep 12 2023 20:05:00	Meridian Equipment Finance, LLC, c/o Saldutti Law Group, 1040 Kings Highway N., Suite 100, Cherry Hill, NJ 08034-1925
cr	Email/Text: shirley.palumbo@nexteraenergy.com	Sep 12 2023 20:05:00	NextEra Energy Resources, LAW/JB, 700 Universe Blvd., Juno Beach, FL 33408, UNITED STATES
cr	+ Email/Text: schristianson@buchalter.com	Sep 12 2023 20:04:00	Oracle America, Inc., Buchalter PC, c/o Shawn M. Christianson, 425 Market St., Suite 2900, San Francisco, Ca 94105-2491
cr	+ Email/Text: neil.orleans@judithwross.com	Sep 12 2023 20:05:00	Tenaska Power Services Co., c/o Ross & Smith, P.C., Attn: Judith W. Ross, 700 N. Pearl Street, Suite 1610, Dallas, TX 75201-7459
cr	^ MEBN	Sep 12 2023 20:01:46	Texas Comptroller of Public Accounts, Revenue Acco, Christopher S. Murphy, P.O. Box 12548, Austin, TX 78711-2548
cr	+ Email/Text: BKECF@traviscountytgov	Sep 12 2023 20:05:00	Travis County, c/o Jason A. Starks, P.O. Box 1748, Austin, TX 78767-1748

TOTAL: 14

## BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, \*duplicate of an address listed above, \*P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID	Bypass Reason	Name and Address
cr		36th Street Capital Partners, LLC
cr		ABLE Communications, Inc.
cr		Ad Hoc Group of Secured Convertible Noteholders
cr		Anchorage Lending CA, LLC
intp		B. Riley Commercial Capital, LLC
cr		Barings BDC, Inc.
cr		Barings Capital Investment Corporation
cr		Barings Private Credit Corp.
cr		BlockFi Lending LLC
cr		BlockFi, Inc. and its affiliated entities
cr		Bremer Bank
cr		Brown Corporation Brown Corporation, 311 Pointe North Place #4, Dalton, UNITED STATES
cr		Bryce Johnson
cr		CEC Energy Services LLC
cr		Celsius Mining, LLC

District/off: 0541-4

Date Rcvd: Sep 12, 2023

User: ADIuser

Form ID: pdf002

Page 3 of 8

Total Noticed: 41

intp Centro de Investigaciones Energeticas, Medioambien  
 cr Charles Basil  
 cr City of Denton  
 cr Coonrod Electric Co. LLC  
 intp Foundry Digital LLC  
 cr General Casualty Company of Wisconsin  
 intp Harper Construction Company, Inc.  
 cr Huband-Mantor Construction, Inc.  
 cr Humphrey & Associates, Inc.  
 cr MK Marlow Company, LLC  
 cr MP2 Energy Texas LLC d/b/a Shell Energy Solutions  
 cr Marnoy Interests, Ltd. d/b/a Office Pavilion  
 cr MassMutual Asset Finance, LLC  
 cr Mitch Edwards  
 cr Morgan Hoffman  
 cr NYDIG ABL LLC  
 intp Official Committee of Equity Security Holders  
 ccrem Official Committee of Unsecured Creditors  
 cr Prime Alliance Bank, Inc.  
 cr Priority Power Management, LLC  
 intp SRPF A QR Riversouth LLC  
 cr Sphere 3D Corp.  
 cr Summit Electric Supply Company, Inc.  
 cr TOYOTA INDUSTRIES COMMERCIAL FINANCE INC.  
 cr Texas Capitalization Resource Group, Inc., 5201 Camp Bowie Blvd. Suite 200, Fort Worth  
 intp The Ad Hoc Equity Group  
 intp Trilogy LLC  
 intp Trinity Capital Inc.  
 cr Wingspire Equipment Finance, LLC

TOTAL: 44 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

## NOTICE CERTIFICATION

**I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Sep 14, 2023

Signature: /s/Gustava Winters

## CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on September 12, 2023 at the address(es) listed below:

Name	Email Address
Alfredo R Perez	on behalf of Debtor Starboard Capital LLC alfredo.perez@weil.com alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo@weil.com;jake.rutherford@weil.com;theodore.heckel@weil.com
Alfredo R Perez	on behalf of Debtor American Property Acquisition LLC alfredo.perez@weil.com, alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo@weil.com;jake.rutherford@weil.com;theodore.heckel@weil.com
Alfredo R Perez	on behalf of Debtor Core Scientific Inc. alfredo.perez@weil.com,

District/off: 0541-4

Date Rcvd: Sep 12, 2023

User: ADIuser

Form ID: pdf002

Page 4 of 8

Total Noticed: 41

Alfredo R Perez

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Alfredo R Perez

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alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo@weil.com;jake.rutherford@weil.com;theodore.heckel@weil.com

Alfredo R Perez

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alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo@weil.com;jake.rutherford@weil.com;theodore.heckel@weil.com

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Alfredo R Perez

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Alfredo R Perez

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Alfredo R Perez

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Alicia Lenae Barcomb

on behalf of U.S. Trustee alicia.barcomb@usdoj.gov

Amy Kathleen Wolfshohl

on behalf of Interested Party Trilogy LLC awolfshohl@porterhedges.com  
lfolk@porterhedges.com;jdickinson@porterhedges.com

Arsalan Muhammad

on behalf of Creditor BlockFi Inc. and its affiliated entities arsalan.muhammad@haynesboone.com,  
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Asher Benjamin Griffin

on behalf of Creditor Quinn Emanuel Urquhart &amp; Sullivan LLP ashergriffin@quinnemanuel.com

Ashley L. Harper

on behalf of Creditor Sphere 3D Corp. ashleyharper@HuntonAK.com

Brandon Bell

on behalf of Creditor Sphere 3D Corp. bbell@hunton.com

Brittany Dant Hepner

on behalf of Creditor Brown Corporation Brown Corporation bdant@minorfirm.com

Byron Z Moldo

on behalf of Creditor Mitch Edwards bmoldo@ecjlaw.com aantonio@ecjlaw.com,dperez@ecjlaw.com

Byron Z Moldo

on behalf of Creditor Charles Basil bmoldo@ecjlaw.com aantonio@ecjlaw.com,dperez@ecjlaw.com

Charles Thomas Kruse

on behalf of Creditor Barings Capital Investment Corporation tom.kruse@arnoldporter.com

Charles Thomas Kruse

on behalf of Creditor Barings Private Credit Corp. tom.kruse@arnoldporter.com

Charles Thomas Kruse

on behalf of Creditor Barings BDC Inc. tom.kruse@arnoldporter.com

Christiane C. Bard

on behalf of Creditor Brown Corporation Brown Corporation cbard@minorfirm.com

District/off: 0541-4

Date Recd: Sep 12, 2023

User: ADIuser

Form ID: pdf002

Page 5 of 8

Total Noticed: 41

Christopher S Murphy

on behalf of Creditor Texas Comptroller of Public Accounts Revenue Accounting Division bk-cmurphy@oag.texas.gov, sherri.simpson@oag.texas.gov

Christopher V Arisco

on behalf of Creditor North Mill Equipment Finance LLC carisco@padfieldstout.com

Craig Crockett

on behalf of Creditor Texas Capitalization Resource Group Inc. craig@crockettfirm.com

Craig E Power

on behalf of Creditor MP2 Energy Texas LLC d/b/a Shell Energy Solutions cpower@cokinolaw.com mbartlett@cokinolaw.com;elolson@cokinolaw.com

Deborah Michelle Perry

on behalf of Interested Party SRPF A QR Riversouth LLC dperry@munsch.com

Devan Joan Dal Col

on behalf of Creditor Wingspire Equipment Finance LLC ddalcol@reedsmith.com

Devan Joan Dal Col

on behalf of Creditor Prime Alliance Bank Inc. ddalcol@reedsmith.com

Devan Joan Dal Col

on behalf of Creditor 36th Street Capital Partners LLC ddalcol@reedsmith.com

Dylan Ross

on behalf of Creditor ABLE Communications Inc. dross@forsheyprostok.com, calendar@forsheyprostok.com;calendar\_0573@ecf.courtdrive.com;drossfp@ecf.courtdrive.com;khartogh@forsheyprostok.com;khartogh@ecf.forsheyprostok.com

Eric L Scott

on behalf of Creditor MK Marlow Company LLC escott@sv-legal.com

Eric Thomas Haitz

on behalf of Creditor Priority Power Management LLC ehaitz@gibsondunn.com

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on behalf of Creditor GEM Mining 2 LLC eparrott@maynardcooper.com

Evan Nicholas Parrott

on behalf of Creditor GEM Mining 4 LLC eparrott@maynardcooper.com

Evan Nicholas Parrott

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Evan Nicholas Parrott

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Frances Anne Smith

on behalf of Creditor Indigo Direct Lending LLC frances.smith@rsbfir.com, michael.coulombe@rsbfir.com

Gary M McDonald

on behalf of Creditor J.W. Didado Electric LLC gmcDonald@mmsk.com, hdowell@mcdonaldpllc.com

Hector Duran, Jr

on behalf of U.S. Trustee US Trustee Hector.Duran.Jr@usdoj.gov

James Drew

on behalf of Creditor Anchorage Lending CA LLC jdrew@otterbourg.com

James B. Bailey

on behalf of Creditor c/o James Bailey Esq Gaylor Electric Inc., d/b/a Gaylor, Inc. jbailey@bradley.com, jbailey@ecf.courtdrive.com

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on behalf of Creditor Ad Hoc Group of Secured Convertible Noteholders jamesgrogan@paulhastings.com schleathomas@paulhastings.com

Jason Starks

on behalf of Creditor Travis County bkecf@traviscountytx.gov

Jason B. Binford

on behalf of Creditor Tenaska Power Services Co. jason.binford@rsbfir.com

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on behalf of Creditor Humphrey &amp; Associates Inc. bankruptcy@laperouselaw.com, amanda.olvera@laperouselaw.com

Jason S Brookner

on behalf of Creditor Committee Official Committee of Unsecured Creditors jbrookner@grayreed.com lwebb@grayreed.com

Jay K Farwell

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District/off: 0541-4

Date Rcvd: Sep 12, 2023

User: ADIuser

Form ID: pdf002

Page 6 of 8

Total Noticed: 41

Jayson B. Ruff

on behalf of U.S. Trustee US Trustee jayson.b.ruff@usdoj.gov

Jeffrey Dale Stewart

on behalf of Creditor Tanmar Rentals LLC jstewart@wellscuellar.com

Jeffrey Philipp Prostok

on behalf of Creditor ABLe Communications Inc. jprostok@forsheyprostok.com, calendar@forsheyprostok.com;calendar\_0573@ecf.courtdrive.com;jprostok@ecf.courtdrive.com;khartogh@forsheyprostok.com;khartogh@ecf.forsheyprostok.com

Jennifer Jaye Hardy

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Jennifer L. Kneeland

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John E. Mitchell

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John F Higgins, IV

on behalf of Interested Party Harper Construction Company Inc. jhiggins@porterhedges.com, emoreland@porterhedges.com;eliana-garfias-8561@ecf.pacerpro.com;mwebb@porterhedges.com

John F Higgins, IV

on behalf of Interested Party Foundry Digital LLC jhiggins@porterhedges.com emoreland@porterhedges.com;eliana-garfias-8561@ecf.pacerpro.com;mwebb@porterhedges.com

John Kendrick Turner

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John Stuart Collins

on behalf of Interested Party Condair Inc. jscollins@vorys.com mdwalkuski@vorys.com

Judith W Ross

on behalf of Creditor Tenaska Power Services Co. judith.ross@rsbfir.com

Kelli S. Norfleet

on behalf of Creditor City of Denton kelli.norfleet@haynesboone.com kenneth.rusinko@haynesboone.com

Kiran K Vakamudi

on behalf of Interested Party Official Committee of Equity Security Holders kvakamudi@velaw.com

Lydia R Webb

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Maegan Quejada

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on behalf of Creditor Dalton Utilities marcy.smith@troutman.com

Marguerite Lee DeVoll

on behalf of Interested Party McCarthy Building Companies Inc. mdevoll@watttieder.com

Maria Mulrooney Bartlett

on behalf of Creditor MP2 Energy Texas LLC d/b/a Shell Energy Solutions mbartlett@cokinolaw.com

Mary M Caskey

on behalf of Creditor Maddox Industrial Transformer LLC mcaskey@hsblawfirm.com, cwilliamson@hsblawfirm.com

Matthew D Cavanaugh

on behalf of Creditor Celsius Mining LLC mcavanaugh@jw.com, kgradney@jw.com;dtrevino@jw.com;jpupo@jw.com;JacksonWalkerLLP@jubileebk.net;steso@jw.com;dduhon@jw.com

Matthew Ray Brooks

on behalf of Creditor Dalton Utilities matthew.brooks@troutman.com wlbank@troutman.com;Monica.Molitor@troutman.com

Matthew T Ferris

on behalf of Creditor BlockFi Lending LLC matt.ferris@haynesboone.com kim.morzak@haynesboone.com;kristy.martinez@haynesboone.com;kenneth.rusinko@haynesboone.com

Misti Lachelle Beanland

on behalf of Creditor BEAM Concrete Construction Inc. beanland@mssattorneys.com

Nathaniel Richard Hull

on behalf of Creditor MassMutual Asset Finance LLC nhull@verrilldana.com

Noelle M Reed

District/off: 0541-4

Date Rcvd: Sep 12, 2023

User: ADIuser

Form ID: pdf002

Page 7 of 8

Total Noticed: 41

on behalf of Interested Party The Ad Hoc Equity Group noelle.reed@skadden.com  
 daniel.mayerfeld@skadden.com;dockethouston@skadden.com;rachel.redman@skadden.com;wendy.lamanna@skadden.com;andrea.bates@skadden.com;christopher.heaney@skadden.com

Patrick Holder Autry

on behalf of Creditor Coonrod Electric Co. LLC pautry@branscomblaw.com slee@branscomblaw.com

Patrick Holder Autry

on behalf of Creditor CEC Energy Services LLC pautry@branscomblaw.com slee@branscomblaw.com

Paul E Heath

on behalf of Interested Party Official Committee of Equity Security Holders pheath@velaw.com

Peter Clifton Lewis

on behalf of Interested Party Board of Directors of Core Scientific Inc. peter.lewis@solidcounsel.com, marcella.morales@solidcounsel.com

R. J. Shannon

on behalf of Interested Party B. Riley Commercial Capital LLC rshannon@shannonpllc.com, rshannon@shannonlellp.com;7044075420@filings.docketbird.com

R. J. Shannon

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Rachael L Smiley

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Page 8 of 8

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TOTAL: 105